

ALSTON & BIRD LLP
Martin G. Bunin
William Hao
90 Park Avenue
New York, New York 10016
Telephone: (212) 210-9400
Fax: (212) 210-9444

and

John C. Weitnauer
1201 West Peachtree Street
Atlanta, Georgia 30309
Telephone: (404) 881-7000
Fax: (404) 881-7777

Attorneys for Main Street Natural Gas, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	
LEHMAN BROTHERS HOLDINGS INC., et al.)	Chapter 11
)	
)	Case No. 08-13555
Debtors.)	
)	(Jointly Administered)
)	

**DECLARATION OF ARTHUR C. CORBIN IN SUPPORT OF MAIN STREET
NATURAL GAS INC.'S JOINDER IN LIMITED OBJECTION OF THE BANK OF NEW
YORK MELLON TRUST COMPANY, N.A. AS INDENTURE TRUSTEE, TO
DEBTORS' MOTION FOR ENTRY OF AN ORDER PURSUANT TO SECTIONS 363
AND 365 OF THE BANKRUPTCY CODE AND FEDERAL RULES OF BANKRUPTCY
PROCEDURE 6004, 6006 AND 9019 AUTHORIZING LEHMAN BROTHERS
HOLDINGS INC. TO (A) ENTER INTO A PARTNERSHIP INTERESTS PURCHASE
AGREEMENT, (B) COMPROMISE AND RELEASE A PORTION OF AN
INTERCOMPANY LOAN, AND (C) ASSIGN THE REMAINDER OF SUCH
INTERCOMPANY LOAN TO PURCHASERS**

1. I am the President of Main Street Natural Gas, Inc. ("Main Street"). I submit this declaration in support of Main Street's Joinder (the "Joinder") in Limited Objection

of the Bank of New York Mellon Trust Company, N.A. as Indenture Trustee, to Debtors' Motion for Entry of an Order Pursuant to Sections 363 and 365 of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 6004, 6006 and 9019 Authorizing Lehman Brothers Holdings Inc. to (A) Enter into a Partnership Interests Purchase Agreement, (B) Compromise and Release a Portion of an Intercompany Loan, and (C) Assign the Remainder of Such Intercompany Loan to Purchasers. Capitalized terms not defined herein have the meaning ascribed to them in the Joinder.


2. The Indenture Trustee, as the representative of the holders of the Bonds, is the true party-in-interest under the Gas Purchase Agreement, as acknowledged by Commodities in Section 13 of the Gas Purchase Agreement.

3. Main Street has agreed to cooperate with the Indenture Trustee's efforts to foreclose on its collateral under the Indenture, including but not limited to all of Main Street's rights, title and interest in, to and under the Gas Purchase Agreement.

4. Main Street has authorized the Indenture Trustee to argue on Main Street's behalf at the hearing on the Sale Motion, and to act on behalf of Main Street with respect to the Sale Motion and the claims against Commodities that exist under the Gas Purchase Agreement.

5. The foregoing is true and correct.

Executed on October 16, 2008.



Arthur C. Corbin, President
Main Street Natural Gas, Inc.